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ALVORD AND ALVORD
ATTORNEYS AT LAW
918 SIXTEENTH STREET, N.W.
SUITE 200
WASHINGTON, D.C.

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

20006-2973

OF COUNSEL
URBAN A. LESTER

(202) 393-2266
FAX (202) 393-2156

RECORDATION NO. 17942-C FILED 1425

August 17, 1994

AUG 19 1994 - 12 05 PM

INTERSTATE COMMERCE COMMISSION

LICENSING BRANCH

AUG 19 11 57 AM '94

RECEIVED
OFFICE OF THE
SECRETARY

Mr. Vernon A. Williams
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two (2) copies of a Letter to the Commission, dated July 14, 1994, a secondary document as defined the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to Addendum "A" to the Master Equipment Lease Agreement, which was duly filed with the Commission under Recordation Number 17942-B.

The names and addresses of the parties to the enclosed document are:

Lessor: Pitney Bowes Credit Corporation
201 Merritt Seven
Norwalk, Connecticut 06856

Lessee: Eastman Chemical Company
P.O. Box 511
Kingsport, Tennessee 37662

A description of the railroad equipment covered by the enclosed document is: twenty-three (23) hopper cars bearing road marks and numbers ETCX 3918 through ETCX 3940, inclusive.

Camille P. [Signature]

Mr. Vernon A. Williams
August 17, 1994
Page 2

Also enclosed is a check in the amount of \$18.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in dark ink, appearing to read "R. Alvord", written over a horizontal line.

Robert W. Alvord

RWA/bg
Enclosures



PBCC

Pitney Bowes Credit Corporation

July 17, 1994

Mr. Vernon A. Williams
Interstate Commerce Commission
Washington, D.C. 20423

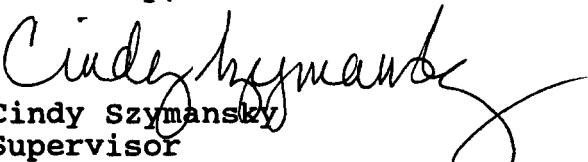
RECORDATION NO. 17942-C FILED 1425
AUG 19 1994 - 12 05 PM
INTERSTATE COMMERCE COMMISSION

RE: Addendum A to Master Equipment Lease Agreement dated
September 18, 1992 and Lease Schedule No. 804 between
Eastman Chemical Company and Pitney Bowes Credit
Corporation

Dear Mr. Williams:

The above referenced Addendum A which was filed with the ICC on
June 27, 1994, bearing recordation number 17942, has been amended
per the attached Exhibit A. Please file the enclosed document
under recordation number 17942.

Sincerely,

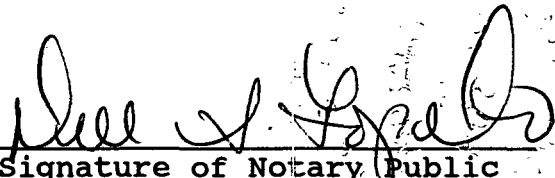


Cindy Szymansky
Supervisor
Documentation and Administration

CORPORATE FORM OF ACKNOWLEDGEMENT

State of Connecticut)
County of Fairfield) SS:

On this 14th day of July, 1994, before me personally appeared Cindy Szymansky, to me personally known, who being by me duly sworn, says that she is the Supervisor, Documentation and Administration of Pitney Bowes Credit Corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Signature of Notary Public

DELL S. LOPATO
NOTARY PUBLIC

My commission expires My Commission Expires March 31, 1998.

Seal



PBCC

Pitney Bowes Credit Corporation

July 14, 1994

Mr. Calvin Cassell
Eastman Chemical Company
157 East Main Street
Kingsport, TN 37660

EXHIBIT A

RE: Addendum A to Lease Schedule 804 of Master Equipment Lease
Agreement No. 0057059

Dear Mr. Cassell:

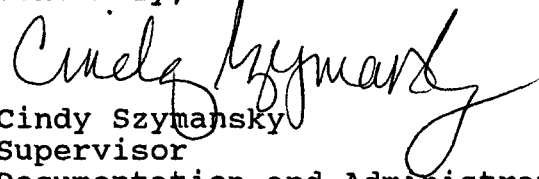
A pre-funding audit of the above referenced Addendum A has revealed some typographical errors in Sections 6 and 7. Therefore, this letter is being written to amend the above referenced sections as follows:

All references to Lease Schedule 803 are hereby replaced with Lease Schedule 804.

Except as specifically amended herein, all other terms and conditions of the referenced Lease Agreement, Lease Schedule 804 and Addendum A remain in full force and effect.

Please indicate your acknowledgement of the foregoing by signing below and return to my attention. Please feel free to contact me at (203) 845-5571 if you have any questions.

Sincerely,


Cindy Szymansky
Supervisor
Documentation and Administration

ACKNOWLEDGED AND ACCEPTED:
EASTMAN CHEMICAL COMPANY

BY: 

TITLE: Mgr. Domestic Distribution Services

DATE: 8-3-94

CORPORATE FORM OF ACKNOWLEDGEMENT

State of Tennessee)
) SS:
County of Sullivan)

On this 3rd day of August, 1994, before me personally appeared E. Calvin Cassell, to me personally known, who being by me duly sworn, says that he is the Manager, Domestic Distribution Service of Eastman Chemical Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Donna A. May
Signature of Notary Public

My commission expires May 15, 1995

Seal